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LAW OFFICES OF
LOUIS E. GITOMER, LLC.LOUIS E. GITOMER
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410-296-2225**SURFACE TRANSPORTATION BOARD**
600 BALTIMORE AVENUE SUITE 301
TOWSON, MARYLAND 21204-4022
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June 29, 2012

Ms. Cynthia F. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Agreement, a primary document, dated as of June 29, 2012. We request that this document be given the next available recordation number

The names and addresses of the parties to the Memorandum of Lease Agreement are:

Lessor:

Banc of America Leasing & Capital, LLC
2059 Northlake Parkway, 4 South
Tucker, GA 30084

Lessee:

Metal Management of Mississippi, Inc.
110 Fifth Avenue, Seventh Floor
New York, NY 10011

A description of the equipment covered by the Memorandum of Lease Agreement consists of 59 gondola cars numbered OPSX 500224, 500291, 500496, 500534, 500577, 500585, 500666, 500992, 501123, 501174, 501221, 501271, 501441, 501930, 501948, 502022, 502260, 502456, 502669, 502791, 502871, 503061, 503517, 503738, 504114, 504157, 504611, 504688, 504718, 504769, 504823, 504831, 504963, 505021, 505471, 505650, 505820, 505994, 506273, 506681, 507164, 507270, 507288, 507300, 507318, 507326, 507342, 507351, 507369, 507377, 507393, 507415, 507423, 507431, 507458, and 507466, and SEPX 1388, 116459, and 116475.

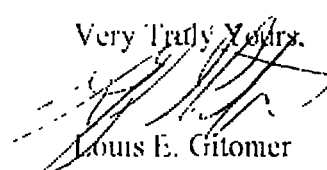
Ms. Cynthia L. Brown
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A fee of \$41.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgrailaw.com

A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between Banc of America Leasing & Capital, L.L.C., 2059 Northlake Parkway, 4 South, Tucker, GA 30084, and Metal Management of Mississippi, Inc., 110 Fifth Avenue, Seventh Floor, New York, NY 10011, covering 59 gondola cars numbered OPSX 500224, 500291, 500496, 500534, 500577, 500585, 500666, 500992, 501123, 501174, 501221, 501271, 501441, 501930, 501948, 502022, 502260, 502456, 502669, 502791, 502871, 503061, 503517, 503738, 504114, 504157, 504611, 504688, 504718, 504769, 504823, 504831, 504963, 505021, 505471, 505650, 505820, 505994, 506273, 506681, 507164, 507270, 507288, 507300, 507318, 507326, 507342, 507351, 507369, 507377, 507393, 507415, 507423, 507431, 507458, and 507466, and SFPX 1388, 116459, and 116475.

Very Truly Yours,



Louis E. Gitomer

Enclosure

JUN 29 '12 -4 51 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

Dated as of June 29, 2012

between

BANC OF AMERICA LEASING & CAPITAL, LLC,
as Lessor

and

Metal Management of Mississippi, Inc.,
as Lessee

Filed with the Surface Transportation Board pursuant to
49 U.S.C. § 11301 on _____, 2010, at ____:____.M
Recordation Number _____

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT dated as of June 29, 2012 is made by and between BANC OF AMERICA LEASING & CAPITAL, LLC, together with its successors and assigns ("Lessor"), and Metal Management Mississippi, Inc., and its successors and permitted assigns ("Lessee").

WITNESSETH

1. Pursuant to a Master Lease Agreement No. 17403-99000 dated as of June 23, 2011 and Schedule No. 99012 executed pursuant thereto dated as of June 26, 2012 (collectively, the "Lease Agreement"), Lessor has agreed to lease to Lessee, and the Lessee has agreed to lease from the Lessor, all of the rail equipment described in Exhibit A attached hereto (the "Railcars")

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and Lessee's use of the Railcars shall be subject to the terms and conditions as set forth in the Lease Agreement.

3. This Memorandum of Lease Agreement may be executed in duplicate originals and any number of counterparts and by different parties in separate counterparts, each of which shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

[Signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

Debtor:

Metal Management Mississippi, Inc.

By: [Signature]

Name: MYLES PARTRIDGE

Title: VICE PRESIDENT

STATE OF NEW YORK)

) ss.:

COUNTY OF NEW YORK)

On this 27 day of June, 2016, before me the subscriber personally appeared Myles Partridge, who being by me duly sworn, did depose and say: that (s)he is the Vice President of Metal Management the corporation described in and which executed the foregoing instrument and that (s)he signed his/her name thereto by their own free act on behalf of said corporation.

[Signature]
NOTARY PUBLIC

My Commission Expires: 3/24/16

JILLIAN H. LORE
Notary Public, State of New York
No. 02LO6184167
Qualified in New York County
Commission Expires March 24, 2016

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

Secured Party:

BANC OF AMERICA LEASING &
CAPITAL, LLC

By Ruth Mangel
Name: **Vice President**
Title:

STATE OF RHODE ISLAND)
) ss.:
COUNTY OF)

On this day of , 201 , before me the subscriber personally appeared who being by me duly sworn, did depose and say: that (s)he is the of BANC OF AMERICA LEASING & CAPITAL, LLC the Delaware limited liability company described in and which executed the foregoing instrument and that (s)he signed his/her name thereto by their own free act on behalf of said corporation.

NOTARY PUBLIC

My Commission Expires:

GAIL C BEALL
NOTARY PUBLIC
Bwinnett County - State of Georgia
My Comm. Expires

EXHIBIT A
TO MEMORANDUM OF LEASE AGREEMENT
DATED AS OF JUNF , 2012

Description of Cars: Fifty-Nine (59) FMC Gondola Cars, Car Nos:

1	OPSX 500224	31	OPSX 504871
2	OPSX 500291	32	OPSX 504863
3	OPSX 500496	33	OPSX 505021
4	OPSX 500534	34	OPSX 505471
5	OPSX 500577	35	OPSX 505850
6	OPSX 500584	36	OPSX 505822
7	OPSX 500594	37	OPSX 505814
8	OPSX 500992	38	OPSX 506273
9	OPSX 501123	39	OPSX 506881
10	OPSX 501174	40	OPSX 507194
11	OPSX 501221	41	OPSX 507511
12	OPSX 501771	42	OPSX 507511
13	OPSX 501441	43	OPSX 507511
14	OPSX 501431	44	OPSX 507511
15	OPSX 501441	45	OPSX 507511
16	OPSX 502022	46	OPSX 507511
17	OPSX 502260	47	OPSX 507511
18	OPSX 503458	48	OPSX 507511
19	OPSX 503517	49	OPSX 507511
20	OPSX 502791	50	OPSX 507423
21	OPSX 502871	51	OPSX 507318
22	OPSX 503061	52	OPSX 507312
23	OPSX 503517	53	OPSX 507399
24	OPSX 503738	54	OPSX 507377
25	OPSX 503734	55	OPSX 507415
26	OPSX 503757	56	OPSX 507415
27	OPSX 504088	57	OPSX 507415
28	OPSX 504718	58	OPSX 507415
29	OPSX 504769	59	SEPX 116475
30	OPSX 504823		